

IN THE UNITED STATES DISTRICT COURT  
FOR THE SOUTHERN DISTRICT OF MISSISSIPPI  
SOUTHERN DIVISION

CENTRAL PROGRESSIVE BANK

PLAINTIFF/  
COUNTER-DEFENDANT/  
COUNTER-PLAINTIFF

VS.

CIVIL ACTION NO. 1:10-CV-00559-HSO-JMR

ROBERT T. WINDHAM AND  
WILLIAM MICHAEL ADKINSON

DEFENDANTS/  
COUNTER-PLAINTIFFS

AND

DAVID E. FLEISHER

DEFENDANT/  
COUNTER-PLAINTIFF

AND

LEE F. KENNEDY

DEFENDANT/  
COUNTER-PLAINTIFF

VS.

MISSISSIPPI INVESTORS VI, LLC

THIRD-PARTY DEFENDANT/  
CROSS-CLAIMANT/

Motion to Withdraw as Counsel for Central Progressive Bank, to  
Substitute Party Plaintiff, and to Enter Appearance on Behalf of Substituted Party

Comes now the law firm of Adams and Reese LLP, pursuant to Rule 25(c) of the Federal Rules of Civil Procedure, and respectfully moves this Court (1) to permit it, and specifically its attorneys James J. McNamara IV and Laura F. Rose, to withdraw as counsel of record for the closed Central Progressive Bank; (2) to substitute HCB Financial Corp. as party Plaintiff; and (3) to enter an appearance on behalf of HCB Financial Corp., and shows the following in support:

1. Plaintiff Central Progressive Bank filed its Amended Complaint on April 14, 2011.

2. By order dated November 18, 2011, the 22<sup>nd</sup> Judicial District Court of St. Tammany Parish, Louisiana, closed Plaintiff Central Progressive Bank, ordered its liquidation, and appointed the FDIC as receiver. A copy of this Order is attached as Exhibit 1.

3. By letter dated November 18, 2011, the FDIC accepted its appointment as Receiver for Central Progressive Bank. A copy of this letter is attached as Exhibit 2.

4. The assets of CPB were initially transferred to First NBC Bank. By virtue of a subsequent transfer from First NBC Bank, HCB Financial Corp. is the current holder of the note and guaranty agreements that form the basis of the claims in this litigation.

5. Rule 25(c) of the Federal Rules of Civil Procedure provides that when there is a transfer of interest, the Court may substitute the transferee as the party litigant.

6. Due to the closure of Central Progressive Bank, and the fact that HCB Financial Corp. is the current holder of the note, undersigned counsel respectfully seek to withdraw as counsel for the closed Central Progressive Bank, to substitute HCB Financial Corp. as the party plaintiff and holder of the note and guaranty agreements, and to enter an appearance on its behalf.

**Wherefore, premises considered**, undersigned counsel respectfully moves this Court to (1) permit Adams and Reese LLP, James J. McNamara, IV, and Laura F. Rose to withdraw as counsel of record for the closed Central Progressive Bank; (2) permit substitution of HCB Financial Corp. as party Plaintiff and current holder of the note and guaranty agreements that form the basis of the claims in this litigation; and (3) permit undersigned counsel to enter an appearance on behalf of HCB Financial Corp. as substituted party plaintiff.

Respectfully submitted, this the 11th day of May, 2012.

**CENTRAL PROGRESSIVE BANK**

By: s/ Laura F. Rose  
James J. McNamara, IV (MS Bar No. 100690)  
Laura F. Rose (MS Bar No. 102256)  
ADAMS AND REESE LLP  
1018 Highland Colony Parkway, Suite 800  
Ridgeland, Mississippi 39157  
Telephone: (601) 353-3234  
Facsimile: (601) 355-9708  
jim.mcnamara@arlaw.com  
laura.rose@arlaw.com

**CERTIFICATE OF SERVICE**

I do hereby certify that I have this day electronically filed the foregoing with the Clerk of the Court using the ECF system, which sent notification of such filing to counsel of record:

Joseph M. Cook  
42 Business Centre Drive, Suite 401  
Miramar Beach, Florida 32550

Mike O'Brien  
14355 Highway 105  
Washington, Texas 77880

Nicholas Van Wiser  
Byrd & Wiser  
Attorneys at Law  
145 Main Street (Zip 39530)  
P.O. Box 1939  
Biloxi, Mississippi 39533

Jeff Hall  
Bryan Nelson P.A.  
P.O. Drawer 18109  
6524 U.S. Highway 98  
Hattiesburg, Mississippi

This the 11th day of May, 2012.

s/ Laura F. Rose